

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

Case No. 17 BK 3283-LTS

(Jointly Administered)

APPLICATION AND ORDER FOR ADMISSION *PRO HAC VICE*

COMES NOW, Donald S. Bernstein, applicant herein, and pursuant to L.Cv.R. 83A(f) of the United States District Court for the District of Puerto Rico, respectfully states as follows:

1. Applicant is an attorney with the law firm Davis Polk & Wardwell LLP with offices at:

450 Lexington Avenue
New York, NY 10017
donald.bernstein@davispolk.com
(212) 450-4000 (tel)
(212) 701-5580 (fax)

2. Applicant will sign all pleadings with the name "Donald S. Bernstein."

¹ The Debtors in the Title III Cases, along with each Debtor's respective Title III case number and the last four digits of each Debtor's federal tax identification number, as applicable, are (i) the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) the Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) the Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) the Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) the Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747). (Title III case numbers are listed as bankruptcy case numbers due to software limitations).

3. Applicant has been retained as a member of the above-named law firm by a group, the members of which are set forth in **Exhibit A** hereto and are holders of certain bonds issued or guaranteed by the Commonwealth (collectively, the “Commonwealth Bondholder Group”), to provide legal representation in connection with the above-styled matter now pending before the United States District Court for the District of Puerto Rico.
4. Since 1979, applicant has been and presently is a member in good standing of the state of New York, where applicant regularly practices law. Applicant’s bar license number is 1256767.
5. Applicant has also been admitted to practice before the following courts:

Court:	Admission Date:
U.S. District Court, Southern District of New York	February 20, 1979
U.S. District Court, Eastern District of New York	March 19, 1979

6. Applicant is a member in good standing of the bars of the courts listed in paragraph 5.
7. Applicant is not currently suspended from the practice of law before any court or jurisdiction.
8. Likewise, as far as applicant knows, applicant is not currently the subject of any complaint for unethical conduct, disciplinary proceeding or criminal proceeding before any court or jurisdiction.

9. During the past three years, applicant has filed for pro hac vice admission in the United States District Court for the District of Puerto Rico, in the following matter: Case 3:16-cv-01610-FAB, on April 7, 2016.

10. Local counsel of record associated with applicant in this matter is:

J. Ramón Rivera Morales (USDC-PR No. 200701)
Jiménez, Graffam & Lausell
PO Box 366104
San Juan, Puerto Rico 00936-6104
Telephone: (787) 767-1030
rrivera@jgl.com

11. Applicant has read the Local Rules of this court and will comply with same.

12. Applicant has read the Local Rules of the United States District Court for the District of Puerto Rico which provide in part that attorneys appearing pro hac vice must comply with the provisions set forth therein and pay an admission fee of \$300.00 per appearance in each new case before the Court. Accordingly, payment of the pro hac vice admission fee is attached hereto in the form of a receipt number for payment submitted by pay.gov system, or a check or money order payable to: "Clerk, U.S. District Court."

WHEREFORE, applicant respectfully requests to be admitted to practice in the United States District Court for the District of Puerto Rico for the above-styled case only.

RESPECTFULLY SUBMITTED.

In New York, New York, this eleventh day of January, 2019.

By: /s/ Donald S. Bernstein

Donald S. Bernstein
Davis Polk & Wardwell LLP
New York, NY 10017
Telephone: (212) 450-4000
donald.bernstein@davispolk.com

*Attorney for the Commonwealth Bondholder
Group*

I HEREBY CERTIFY, pursuant to L.Cv.R. 83A(f), that I consent to the designation of local counsel of record for all purposes.

Date: January 11 2019.

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales (USDC-PR No. 200701)
Jiménez, Graffam & Lausell
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030
rivera@jgl.com

WE HEREBY CERTIFY that we have served a true and correct copy of this document upon each attorney of record and the original upon the Clerk of Court accompanied by \$300.00 pro hac vice admission fee, with service of hard copies as is consistent with the Seventh Amended Case Management Order.

By: /s/ J. Ramón Rivera Morales
J. Ramón Rivera Morales (USDC-PR No. 200701)
Jiménez, Graffam & Lausell
PO Box 366104
San Juan, PR 00936-6104
Telephone: (787) 767-1030
rivera@jgl.com

/s/ Donald S. Bernstein
Donald S. Bernstein
Davis Polk & Wardwell LLP
New York, NY 10017
Telephone: (212) 450-4000
donald.bernstein@davispolk.com

Attorneys for the Commonwealth Bondholder Group

ORDER

The Court, having considered the above Application for Admission Pro Hac Vice, orders that:

- ☐ the application be granted. The Clerk of Court shall deposit the admission fee to the account of Non-Appropriated Funds of this Court.
- ☐ the application be denied. The Clerk of Court shall return the admission fee to the applicant.

SO ORDERED.

In San Juan, Puerto Rico, this _____ day of January, 2019.

Hon. _____
UNITED STATES DISTRICT COURT JUDGE

Exhibit A

Aurelius Capital Management, L.P.

Autonomy Capital (Jersey) LP

Brigade Capital Management, LP

Canyon Capital Advisors LLC

Constellation Capital Management, LLC

Davidson Kempner Capital Management LP

Monarch Alternative Capital LP

OZ Management LP

Court Name: District Court
Division: 1
Receipt Number: PRX100061245
Cashier ID: arodrigu
Transaction Date: 01/10/2019
Payer Name: JIMENEZ, GRAFFAM AND LAUSELL

PRO HOC VICE

For: JIMENEZ, GRAFFAM AND LAUSELL
Case/Party: D-PRX-1-97-NA-000003-002
Amount: \$300.00

PRO HOC VICE

For: JIMENEZ, GRAFFAM AND LAUSELL
Case/Party: D-PRX-1-97-NA-000003-002
Amount: \$300.00

PRO HOC VICE

For: JIMENEZ, GRAFFAM AND LAUSELL
Case/Party: D-PRX-1-97-NA-000003-002
Amount: \$300.00

PAPER CHECK CONVERSION

Remitter: JIMENEZ, GRAFFAM AND LAUSELL
Check/Money Order Num: 066199
Amt Tendered: \$300.00

PAPER CHECK CONVERSION

Remitter: JIMENEZ, GRAFFAM AND LAUSELL
Check/Money Order Num: 066200
Amt Tendered: \$300.00

PAPER CHECK CONVERSION

Remitter: JIMENEZ, GRAFFAM AND LAUSELL
Check/Money Order Num: 066202
Amt Tendered: \$300.00

Total Due: \$900.00
Total Tendered: \$900.00
Change Amt: \$0.00

17-3283(LTS) PRO HAC VICE OF DONALD
S. BERNSTEIN, BRIAN M. RESNICK &
ANGELA M. LIBBY

THRU: J. RAMON RIVERA-MORALES